

# **EXHIBIT G**

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SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK - CIVIL TERM -PART NUMBER 39

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In the Matter of the Application of THE BANK OF  
NEW YORK MELLON, (as Trustee under various Pooling  
And Servicing Agreements and Indenture Trustee under  
Various Indentures), Blackrock Financial Management Inc.  
(Intervenor), Kore Advisors LP (intervenor), Maiden  
Lane LLC (intervenor), Metropolitan Life Insurance  
Company (intervenor), Trust Company of the West and  
Affiliated companies controlled by The TCW Group  
Inc (intervenor) Neuberger Berman Europe Limited  
(Intervenor), Pacific Investment Management Company  
LLC (intervenor), Goldman Sachs Asset Management LP  
(Intervenor), Teachers Insurance and Annuity Association  
Of America(intervenor), Invesco Advisors Inc,  
(intervenor), Thrivent Financial for Lutherans  
(intervenor), Landesbank Baden-Wuerttemberg (intervenor),  
LBBW Asset Management (Ireland) plc, Dublin (intervenor),  
ING Bank fsb (intervenor), ING Capital LLC (intervenor),  
ING Investment Management LLC (intervenor), Nationwide  
Mutual Insurance Company and its affiliated companies  
(Intervenor), AEGON USA Investment Management LLC,  
Authorized signatory for Transamerica Life Insurance  
Company, AEGON Financial Assurance Ireland Limited,  
Transamerica Life International (Bermuda) Ltd,  
Monumental Life Insurance Company, Transamerica Advisors  
Life Insurance Company, AEGON Global Institutional  
Markets plc, LIICA Re II Inc, Pine Falls Re Inc,  
Transamerica Financial Life Insurance Company,  
Stonebridge Life Insurance Company, and Western Reserve  
Life Assurance Co of Ohio (intervenor), Federal Home Loan  
Bank of Atlanta (intervenor), Bayerische Landesbank  
(intervenor), Prudential Investment Management Inc  
(intervenor) and Western Asset Management Company  
(intervenor),

Petitioners,

Index No.  
651786/11

For an order, pursuant to CPLR 7701, seeking judicial  
instructions and approval for a proposed settlement.

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60 Centre Street  
New York, New York  
June 14, 2012

B E F O R E :

HONORABLE BARBARA R. KAPNICK,  
Supreme Court Justice.

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BY: GREGORY C. STRONG, Securities Commissioner

Gloria Ann Brandon,  
Senior Court Reporter

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## Proceedings

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2 would make us somewhat happy, I think the problem is  
3 that 150 doesn't give us anything.

4 THE COURT: Okay, I don't think it's my job  
5 to make people happy. I'm trying to do the right  
6 thing here.

7 I did come up with the idea of the interim  
8 thing, an interim suggestion. I mean, I would happy  
9 to do your suggestion, which I picked up on, but a  
10 whole month went by and you did not get anything  
11 done. You could have been moving along. I thought  
12 it might be helpful to know, to see what you're  
13 actually going to find in these. There's some  
14 outrageous situation that made it seem that what they  
15 were doing was so ridiculous, and in coming up with  
16 this \$8.5 billion number, I would say, you know, I  
17 think that even though it's an Article 77, I think in  
18 order for me to determine whether or not this was  
19 fair and reasonable, I think you're going to have to  
20 do a lot more production, a lot more discovery. I  
21 just wanted to get something, I wanted to see what  
22 you were actually going to find. I don't know if  
23 there's any way of limiting what you are getting with  
24 these files because I realize there's foreclosure  
25 parts, there's all these different aspects of it. I  
26 really don't know. I didn't think that that was

## Proceedings

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2 going to be so complicated as it turned out to be. I  
3 don't know how long it will take you to come up with  
4 150 files in small number from each one, but I did  
5 come up with some interim solution. I mean, we all  
6 sometimes like to do that.

7 I know you think you are absolutely right,  
8 and I know that Bank of New York Mellon and Bank of  
9 America on this issue thinks they're absolutely  
10 right. You can't get a decision that says you are  
11 both absolutely right, make everybody happy.  
12 Somebody's going to win, somebody's going to lose.  
13 Then you're going to go to the Appellate Division. I  
14 know. They don't usually stay things while it's  
15 going on. They want you to move along, and  
16 eventually, there's going to be a ruling on that, so  
17 in the meantime, I thought maybe this will be  
18 helpful. Maybe it will convince me. There's not  
19 that much precedent.

20 You want me to run and do a decision; I'm not  
21 going to do it off the bench on this because it is  
22 something there's really no precedent for. I don't  
23 want to sound stupid, or that I ignored something, so  
24 I will to go back and look at it. It's going to take  
25 me a while.

26 In the meantime, this might be of some

## Proceedings

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2 assistance. That's what I was thinking the last  
3 time. It didn't go the way I wanted, so I may as  
4 well go back to it, and if you don't like it, go to  
5 the Appellate Division and say you know, she made a  
6 dumb ruling on the record. I think they listen to  
7 almost anything. It's okay with me. I'm not  
8 offended. I do pretty well. Every once in a while  
9 they think I'm wrong.

10 MR. CYRULNICK: Your Honor, our concern was  
11 that if we did what Mr. Mirvis was proposing, and  
12 that we came back in several months and said to your  
13 Honor that we finally finished the 150, now here's  
14 why we want, you know, 5,000, then your Honor would  
15 have said it's now a month before discovery is over,  
16 and you are asking me to create an incredible --

17 THE COURT: Let me just say something; I  
18 started this proceeding out by saying I really didn't  
19 care too much about Mr. Ingber's discovery order. I  
20 can extend the discovery as long as I want. I'm in  
21 control of that, and that's what I said to the  
22 Attorney Generals, even if they were going to try to  
23 delay it. Look how nice they're not delaying. I'm  
24 still in charge of the case. I work with discovery.  
25 Very few cases, big cases, little cases, in between  
26 cases have a preliminary conference order, and it

## Proceedings

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2 goes exactly the way it says. Actually, I can't  
3 think of any case that I ever had that I had a signed  
4 stipulation extending the order; Judge, you know, it  
5 turns out we need more time. I'm not concerned about  
6 that. I'm concerned about getting the right things  
7 done in the course of time that you need. I did not  
8 sign off on that schedule. That seems silly to me.  
9 It's like this case is putting the cart before the  
10 horse. I think the case had a settlement before the  
11 discovery, and then a discovery schedule before we  
12 figure out what you want. You're just handling it  
13 because it's a funny, it's a funny different kind of  
14 case, so I'm not -- I don't care about this discovery  
15 schedule. I didn't sign off on any one, and I don't  
16 care about any of this. It's going to take a few  
17 months, and you're going to come back and give me  
18 something that maybe will convince me one way or the  
19 other, or maybe in the interim I will say you know  
20 what, you are absolutely right, why didn't even I do  
21 that? Alright now, give him the 6,000, and you'll  
22 appeal it, or maybe I'll say you know what, they're  
23 absolutely right, in this case they shouldn't get it,  
24 then you will appeal. Then in the meantime, maybe  
25 you'll have some files and you will help a little  
26 bit. Maybe I'll be able to find out, maybe I won't